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**Fee: \$ 50**



DELBERT HOSEMANN  
*Secretary of State*

P.O. BOX 136  
JACKSON, MS 39205-0136

Business ID: 1168216  
Filed: 02/08/2019 10:08 AM  
C. Delbert Hosemann, Jr.  
Secretary of State

TELEPHONE: (601) 359-1633

## Articles of Incorporation

### **Business Information**

***Business Type:*** Non-Profit Corporation  
***Business Name:*** Energy 45 Fund  
***Business Email:*** mandy@energy45.org  
***Period of Duration:*** Perpetual  
***Initial planned non-profit activity:*** Other

### **NAICS Code/Nature of Business**

813319 - Other Social Advocacy Organizations

### **Registered Agent**

***Name:*** Caleb E. May  
***Address:*** 422 Center Avenue, PO Box 388  
Philadelphia, MS 39350

### **Signature**

The undersigned certifies that:

- 1) he/she has notified the above-named registered agent of this appointment;
- 2) he/she has provided the agent an address for the company, and;
- 3) the agent has agreed to serve as registered agent for this company

By entering my name in the space provided, I certify that I am authorized to file this document on behalf of this entity, have examined the document and, to the best of my knowledge and belief, it is true, correct and complete as of this day **02/08/2019**.

***Name:***  
Jeffrey J. Hunter  
*Incorporator*

***Address:***  
3050 K St, NW, Suite 400  
Washington, DC 20007

# **Articles of Incorporation of Energy 45 Fund**

## **Supplemental Provisions**

The undersigned supplements the Articles of Incorporation filed online with the Mississippi Secretary of State on February 8, 2019 to form Energy 45 Fund (the “Corporation”) with the following supplemental provisions, pursuant to Chapter 11 of Title 79 of the Mississippi Code Annotated (the “Act”):

**FIRST:**        The Corporation shall have no members.

**SECOND:**      The directors shall elect their successors.

**THIRD:**        The purposes for which the Corporation is organized are:

1.        To operate exclusively for social welfare and other non-profitable purposes, substantially all the activities of which are for such purposes and no part of the net earnings of which inures to the benefit of any private individual, all within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, except that the Corporation is authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions to further the purposes and objectives set forth herein; and

2.        To promote the general welfare by educating policy makers and the general public regarding legislation and other matters of importance to the people and economy of the United States.

**FOURTH:**      The Corporation’s registered office address is:

45 Energy Fund  
200 North Congress Street  
Suite 110  
Jackson, MS 39201

**FIFTH:** Other lawful provisions for the conduct and regulation of the business and affairs of the Corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the Corporation or its directors are as follows:

1.        The Officers of the Corporation shall operate the corporation as authorized by the Bylaws, and as directed by the Board of Directors, of the Corporation;

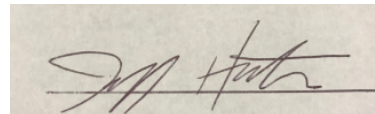
2.        The Corporation will carry on, other than as an insubstantial part of its activities, only activities that in themselves are in furtherance of its stated purposes;

3.        The personal liability of the officers and directors of the Corporation is hereby eliminated to the fullest extent permitted by law and by the provisions of the Act; and

4. To the fullest extent permitted by the Act, the Corporation shall have the power to indemnify and hold harmless each officer and director of the Corporation against any and all liabilities, costs and expenses (including attorneys' fees and expenses) reasonably incurred by him or her or on his or her behalf in connection with any civil action or proceeding to which he or she may be a party by reason of his or her being or having been an officer or director of the Corporation, or by reason of any action alleged to have been taken or omitted by him or her in such capacity, except where the injury or damage was a result of: (i) the willful misconduct of such person; (ii) a crime, unless such person had reasonable cause to believe that the act was lawful; (iii) a transaction that resulted in an improper personal benefit of money, property or services to such person; or (iv) an act or omission that was not in good faith and was beyond the scope of authority of the Corporation pursuant to the Act, the Corporation's Bylaws, or these Articles of Incorporation. Such indemnity shall be effective only in the event that the interested officer or director provides the Board of Directors of the Corporation, within a reasonable time after the institution of such action or proceeding, written notice thereof. Such indemnity shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement or otherwise. Such indemnity shall inure to the benefit of the heirs, executors, or administrators of each officer and director.

SIXTH: These Articles of Incorporation may be amended from time to time in any and as many respects as may be desired; provided: (i) that the Articles of Incorporation as amended may contain only such provisions as might be lawfully contained in original Articles of Incorporation; (ii) that any amendments to these Articles of Incorporation be adopted at a duly called meeting of the Board of Directors of the Corporation by no less than a majority of the directors in office; and (iii) that any such amendments are made in the manner and pursuant to the procedures prescribed by the Act.

IN WITNESS WHEREOF, the undersigned has signed this supplement to the Corporation's original Articles of Incorporation this 8th day of February, 2019.

A handwritten signature in dark ink, appearing to read "J. Hunter", is written over a horizontal line on a light-colored, textured background.

Jeffrey J. Hunter

# **Articles of Incorporation of Energy 45 Fund**

## **Statement of Nonprofit Purposes**

Energy 45 Fund will inform the public about the environmental and economic gains made under the Trump Administration.